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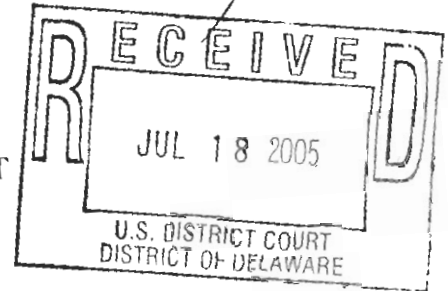
HELENA DIVISION

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PATRICK E. DUFFY, CL.

BY *Charles Duffy*
DEPUTY CLERK



JUN - 8 2005

IN THE UNITED STATES DISTRICT COURT

FOR THE DISTRICT OF MONTANA

CLERK, U.S. DISTRICT COURT
DISTRICT OF MONTANA
HELENA, MONTANA

BUTTE DIVISION

05 - 499

MAGTENASSET MANAGEMENT
CORPORATION,

Plaintiff,

v.

MIKE J. HANSON and ERNIE J. KINDT

Defendants.

Case No. CV-04-26-BU-RFC

**MOTION FOR PROTECTIVE ORDER
SEEKING TEMPORARY STAY OF
DISCOVERY AND REQUEST FOR
EXPEDITED CONSIDERATION AND
HEARING**

Defendants, through their attorneys of record, Browning, Kaleczyc, Berry & Hoven, P.C. hereby request, pursuant to Rule 26(c) of the Federal Rules of Civil Procedure, that this Court issue a protective order and temporarily stay Defendants' obligations to respond to discovery recently propounded by Plaintiff, Magten Asset Management Corporation ("Magten"), until such time as this Court has ruled on the Motion to Transfer Venue filed with this Court by Defendants on or about May 19, 2005. A Memorandum in support of this Motion is filed simultaneously herewith.

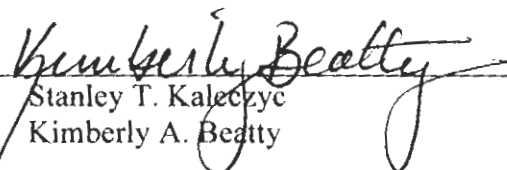
In addition, Defendants request this Court give expedited consideration to this Motion, and set a hearing on this Motion at the next available date on the Court's

calendar. Discovery has been served on Defendants and subpoenas have been served on numerous third-parties, each of which necessitates responses to discovery on or about June 27, 2005. Should a determination of this Motion not be issued prior to the date responses to discovery and the subpoenas are due, the Defendants and third-parties will be compelled to respond to the discovery at issue, thereby rendering this Motion moot and denying the stay of discovery they seek by this Motion. If Defendants and the third-parties are compelled to respond to discovery now, only to see Defendants prevail on the Motion to Transfer Venue, Defendants and the third-parties will have been harmed by incurring considerable time, effort and expenses to respond to discovery that might otherwise be stayed, or rendered totally unnecessary should Magten prevail on its appeal of the denial of the settlement, which appeal is currently pending in the Delaware Federal District Court. For these reasons, Defendants request an expedited consideration of this Motion.

Pursuant to L. R. 7.1(j), Defendants' counsel contacted Plaintiff's counsel concerning this motion, and represents that Plaintiff opposes this request.

DATED this 6th day of June, 2005.

BROWNING, KALECZYC, BERRY & HOVEN, P.C.

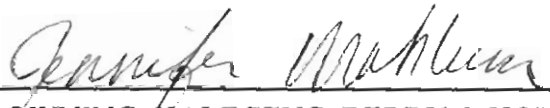
By 
Stanley T. Kaleczyc
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CERTIFICATE OF SERVICE

I hereby certify that on the 14th day of June, 2005, a true copy of the foregoing was mailed by first-class mail, postage prepaid, addressed as follows:

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